
Prepared by and after recording return to:

Daniel C. Shumake, Esq.

Mississippi Bar No. 100323

Williams, McDaniel, Wolfe & Womack, P.C.

5521 Murray Road, Memphis, TN 38119-3717

(901) 767-8200

CERTIFICATE OF TRUST

This Certificate of Trust is made and entered into by the undersigned duly appointed qualified and serving trustee of the **Mary Michelle Armstrong Revocable Trust dated November 23, 2010**, and in accordance with Miss. Code Ann. § 91-9-7 and under authority of Tenn. Code Ann. § 35-15-1013, who states as follows:

1. NAME: The Name of the Trust is **Mary Michelle Armstrong Revocable Trust dated November 23, 2010**.
2. TRUSTEE AND ADDRESS: The street and mailing address of the office of the Trust and of the name, street and mailing address of the Trustee(s) is:
Mary Michelle Armstrong
3128 Devonshire Way
Germantown, TN 38139
3. GRANTOR: The name and street and mailing address of the Grantor(s) is:
Mary Michelle Armstrong
3128 Devonshire Way
Germantown, TN 38139
4. REAL PROPERTY: The legal description of the real property interest owned by the Trust in DeSoto County, Mississippi is as follows:

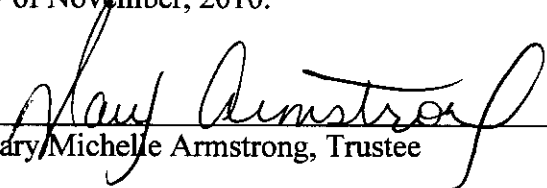
Lot 2007, Section J, 1st Revision, Greenbrook Subdivision, in Section 30, township 1 South, Range 7 West, DeSoto County, Mississippi, as per Plat thereof recorded in Plat Book 15, Pages 16-17, in the Office of the Chancery Clerk of DeSoto County, Mississippi.

5. ANTICIPATED TERMINATION: The anticipated date of termination of the Trust is 90 years from the date hereof.
6. TRUSTEE POWERS: The administrative and/or managerial powers of the Trustee(s) and Successor Trustee(s) of the Trust are:
 - (a) All powers granted to Trustees under Tenn. Code Ann. § 35-50-110, as amended from time to time, the provisions of which are incorporated herein by this reference.
 - (b) Full power to deal with real estate including, but not limited to, the power to purchase, sell, mortgage, encumber, lease, grant easements and rights of way, and to otherwise contract regarding or for the purchase or sale of such real estate; all without joinder of beneficiary and without disclosing any beneficiary of the Trust.
 - (c) All Trustee powers shall be broadly construed and may be exercised without court approval.
 - (d) No person dealing with the Trustee(s) in the capacity of purchaser, seller, acquirer, lender, tenant, lessor, lessee, contractant or otherwise shall be bound to inquire into the capacity to act on the part of the Trustee or into the authority for or the propriety of any act of the Trustee nor shall such person be required to see to the application or disposition of any money or the property paid, delivered or loaned to the Trustee.
7. POWER TO REVOKE: The Trust is a revocable trust. The Grantor retains the right to alter, amend or revoke the Trust. No person other than the Grantor has any power to revoke this Trust.
8. SUCCESSOR TRUSTEE: In the event of the death, disability or resignation of the Trustee, Robert Anthony Armstrong shall serve as Successor Trustee. If Robert Anthony Armstrong is unable or unwilling to serve as the Trustee, he shall be succeeded by Cumberland Trust Company. Third parties are entitled to rely on the authority of the successor trustee(s) without proof of trustee succession.
9. TRUST ADMINISTRATION: If this Trust is being administered by more than one Trustee, with respect to any administrative action (e.g., signing checks, transferring funds), the signature of only one Trustee shall be required. Any one Trustee can act and bind the trust. Accordingly, any person dealing with one of the Co-Trustees shall not be required to secure the signature or approval of the other Co-Trustees. Co-Trustees may appoint a Managing Trustee and delegate administrative duties.
10. TITLE TO TRUST PROPERTY: Trust property should be titled as follows: **Mary Michelle Armstrong, Trustee of the Mary Michelle Armstrong Revocable Trust dated November 23, 2010**, and said Trustee's successors and assigns.
11. SPENDTHRIFT PROVISIONS: No person who is a beneficiary under any of the provisions of this Trust estate shall have the right, power or authority to voluntarily or involuntarily assign, give, grant, sell, convey, mortgage, pledge or otherwise dispose of, encumber or anticipate the income, or any installment thereof, or any share in the corpus, until same is actually transferred or paid to such beneficiary. Any such attempted assignment is void. The income and corpus of the trust estate shall not be subject to

execution or any other legal process for any debt or liability, including the claim of a spouse or former spouse.

12. REPRESENTATIONS: To the best of the undersigned's knowledge, the Trust has not been revoked, modified, or amended in any manner that would cause the representations and statements contained herein to be incorrect.

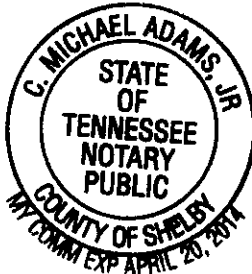
Witness my signature on this 23rd day of November, 2010.


Mary Michelle Armstrong, Trustee

STATE OF TENNESSEE
COUNTY OF SHELBY

BEFORE ME, the undersigned Notary Public in and for the State and County aforesaid, duly commissioned and qualified, personally appeared Mary Michelle Armstrong, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged upon oath or affirmation that she executed the within instrument for the purposes therein contained, and who further acknowledged upon oath or affirmation that she is the duly appointed and serving Trustee of the **Mary Michelle Armstrong Revocable Trust dated November 23, 2010**, and that she is authorized under said Trust, to execute this instrument for the purposes therein contained.

WITNESS my hand, at office, in Memphis, Shelby County, Tennessee this 23rd day of November, 2010




NOTARY PUBLIC

My Commission Expires:

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